

Manufacturing and Sales

Making Straight Talk Work for Manufacturers

Andrews Kurth lawyers help manufacturing clients of all sizes deal with the financial, operational and regulatory issues that directly influence their business success.

Effective at providing real world solutions to client problems, we also know the long-term value of preventive counsel and identifying trouble spots before they flare. From counseling on daily operational issues to bet-the-company cases, Andrews Kurth lawyers can access our firm-wide resources and multidisciplinary bench strength to assist our clients in their endeavors to increase their efficiency and competitiveness nationwide. Our counsel includes:

- Distribution Relationships
- Technology Protection and Commercialization
- Product Liability Defense
- International Trade
- Antitrust
- Employment and Benefits Counsel
- Leasing Transactions

Manufacturing Clients

Our clients include *Fortune 1000* multinational companies and small local enterprises involved in both basic industrial and high-technology activities in such sectors as:

- Aerospace
- Biotechnology
- Building materials
- Chemicals
- Computers
- Electronics
- Food and beverages
- Industrial machinery
- Medical devices
- Motor vehicles
- Natural resources
- Oil field machinery
- Paper
- Pharmaceuticals
- Power generation equipment
- Semiconductors
- Steel and aluminum
- Telecommunications

Distribution Relationships

Andrews Kurth lawyers handle all aspects of the business relationships between manufacturers and the distributors of their products, in the U.S. and around the world. We work to protect the interests of manufacturing clients when drafting distribution agreements and advise on complex issues involving warranties, sales contracts, pricing and antitrust

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compliance. We also represent our clients in distribution controversies, including lawsuits involving distributor termination.

Technology Protection and Commercialization

Andrews Kurth lawyers work to protect our clients' technology in a wide range of transactions, including mergers, R&D contracts, strategic alliances, licensing agreements, partnership programs and marketing arrangements.

We work to ensure that any technology relationship conforms to antitrust laws and intellectual property safeguards. Our lawyers work to protect proprietary patent, product and process information against unwanted exposure to joint venture partners. As part of our enforcement of clients' IP rights, we assertively litigate and resolve technology disputes involving partners and joint ventures.

Product Liability Defense

Andrews Kurth defends product liability and personal injury claims for clients such as:

- Aircraft manufacturers
- Automobile manufacturers
- Chemical companies
- Defense contractors
- Machinery manufacturers
- Motor carriers
- Oilfield equipment suppliers
- Petroleum refiners

We also have represented manufacturers in numerous of toxic tort claims alleging personal injury and property damage from the effects of asbestos, benzene, silica and similar substances.

International Trade

We regularly counsel on import/export regulations, particularly as they relate to international trade and technology transfers. Andrews Kurth has represented many clients in Section 337 International Trade Commission proceedings involving antidumping, infringement and tariff-related matters. We also advise on Section 301 provisions of the U.S. Trade Act, and on the World Trade Organization's (WTO) procedures for enforcing intellectual property rights.

Antitrust

Our lawyers work to develop a thorough understanding of each client's production, distribution and marketing operations so that we can identify antitrust problems and help forestall actions that violate the law. We handle government antitrust inquiries and concerns involving mergers, acquisitions, divestitures and joint ventures. In one example of our antitrust counsel, we recently secured early termination of an antitrust inquiry in the merger of two leading offshore oil rig manufacturers.

Employment and Benefits Counsel

We work with employers on the range of labor and employment law matters including hiring, evaluation and termination practices. We seek to minimize clients' exposure to employee complaints, governmental agency actions and union-related disputes.

If problems arise, our lawyers have represented manufacturers before numerous federal, state and local regulators including:

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- U.S. Equal Employment Opportunity Commission (EEOC)
- National Labor Relations Board (NLRB)
- Occupational Safety and Health Administration (OSHA)
- U.S. Department of Labor (DOL)

Our proactive counsel also can include crafting effective benefit plans to achieve business objectives, avoid costly disputes, and be efficiently administered and in compliance with all DOL, ERISA and Internal Revenue Service (IRS) rules.

Leasing Transactions

We routinely close complex, multimillion dollar equipment leasing and financing transactions, often involving multiple lenders and equipment located in various jurisdictions. Our experience also includes sale/leasebacks, leveraged lease financing and tax-exempt leasing, and we regularly handle issues related to numerous funding sources and difficult tax concerns.